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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

November 1, 2012

Chief of the Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Partial Termination of Lease, dated as of September 24, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Full Service Railcar Lease previously filed with the Board under Recordation Numbers 27205-E and 27220-C.

The names and addresses of the parties to the enclosed document are:

Lessor: Adler Funding LLC (successor in interest to
Babcock & Brown Rail Funding LLC)
by GATX Corporation, its Manager
4 Embarcadero Center, Suite 2100
San Francisco, CA 94111

[Lessee: Centennial Energy, LLC
1860 West Littleton Boulevard
Littleton, CO 80120]

Chief of the Section of Administration
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A description of the railroad equipment covered by the enclosed document is:

28 tank cars TERMINATED within the series ADLX 500011 – ADLX 500059 (previously bearing BNBX reporting marks) as more particularly set forth in the attachment to the document.

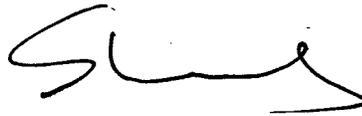
A short summary of the document to appear in the index is:

Notice of Partial Termination of Lease.

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

NOTICE OF PARTIAL TERMINATION OF LEASE

THIS NOTICE OF PARTIAL TERMINATION OF LEASE (this "Notice") is made as of this 24th day of September, 2012, by ADLER FUNDING LLC, successor in interest to Babcock & Brown Rail Funding LLC ("Adler") pursuant to that certain Master Full Service Railcar Lease, dated as of September 17, 2008, between Babcock & Brown Rail Funding LLC, a Delaware limited liability company and Centennial Energy, LLC, a Colorado limited liability company (as supplemented, the "Lease").

WHEREAS, the Lease included those certain railcars particularly identified in Exhibit 1 hereto (the "Units");

WHEREAS, a Memorandum of Full Service Railcar Lease evidencing the existence of the Lease was duly recorded with the Surface Transportation Board on January 16, 2009 under Recordation Number 27205-E and 27220-C.

WHEREAS, the Lease has been terminated with respect to the Units;

NOW THEREFORE, Adler wishes to show for the public record the fact of this partial termination of the Lease with respect to the Units.

This Notice will be recorded with the Surface Transportation Board so as to evidence the partial termination of the Lease with respect to the Units.

IN WITNESS WHEREOF, Adler has caused this Notice to be duly executed and delivered as of the date first above written.

ADLER FUNDING LLC

By: GATX Corporation, its Manager

By: *Linda Hexem*

Name: Linda Hexem

Title: Vice President and Managing Director,
Structured Finance

STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

On this 19th day of October, 2012 before me, Nicholette Maris, Notary Public, personally appeared *Linda Hexem* who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity on behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal:

Nicholette Maris
NOTARY PUBLIC
My commission expires: May 17, 2015



EXHIBIT 1

Description of Cars

Railcars: 28– 30,000 gallon non-coiled, non-insulated tank cars.

Reporting marks and identifying numbers (previously marked BNBX):

	<u>Car Number</u>
1	ADLX 500011
2	ADLX 500014
3	ADLX 500015
4	ADLX 500018
5	ADLX 500021
6	ADLX 500022
7	ADLX 500023
8	ADLX 500024
9	ADLX 500025
10	ADLX 500026
11	ADLX 500029
12	ADLX 500031
13	ADLX 500032
14	ADLX 500033
15	ADLX 500034
16	ADLX 500035
17	ADLX 500038
18	ADLX 500039
19	ADLX 500041
20	ADLX 500045
21	ADLX 500046
22	ADLX 500047
23	ADLX 500048
24	ADLX 500051
25	ADLX 500052
26	ADLX 500054
27	ADLX 500057
28	ADLX 500059

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

11/1/12

Edward M Luria

Edward M. Luria